

UNITED STATES BANKRUPTCY COURT  
DISTRICT OF DELAWARE

3 IN RE: . Chapter 11  
4 BYJU'S ALPHA, INC., . Case No. 24-10140 (JTD)  
5 Debtor. .  
6 . . . . . . . . . .  
7 BYJU'S ALPHA, INC., . Adversary Case  
8 Plaintiff, . No. 24-50013 (JTD)  
9 v. .  
10 CAMSHAFT CAPITAL FUND, LP, .  
11 CAMSHAFT CAPITAL ADVISORS, .  
12 LLC, CAMSHAFT CAPITAL .  
13 MANAGEMENT, LLC, RIJU .  
14 RAVINDRAN, INSPILEARN LLC, .  
15 and THINK AND LEARN PRIVATE .  
16 LIMITED, . Courtroom No. 5  
17 Defendants. . 824 Market Street  
18 . Wilmington, Delaware 19801  
19 . Tuesday, August 20, 2024  
20 . 1:00 p.m.  
21 . . . . . . . . . .

TRANSCRIPT OF HEARING  
BEFORE THE HONORABLE JOHN T. DORSEY  
UNITED STATES BANKRUPTCY JUDGE

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ALSO APPEARING:

For the Camshaft  
Parties: William C. Morton, Principal  
CAMSHAFT CAPITAL MANAGEMENT

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1 (Proceedings commenced at 1:00 p.m.)

2 THE CLERK: All rise.

3 THE COURT: Thank you, everyone. Please be  
4 seated.

5 Mr. Enos?

6 MR. ENOS: Good afternoon, Your Honor. Ken Enos,  
7 Young Conaway Stargatt & Taylor, on behalf of the Debtor.

8 Your Honor, it's good to appear before you again  
9 today, but the debtors don't have any motions, so I will cede  
10 the podium -- I believe the Camshaft motions are up first --  
11 to Mr. Van Tol.

12 THE COURT: Mr. Van Tol?

13 MR. VAN TOL: Good afternoon, Your Honor. Pieter  
14 Van Tol from Hogan Lovells for the Camshaft Defendants. I'm  
15 joined by local counsel, Mr. Miller from Saul Ewing, and,  
16 also, I'll note that Mr. Morton is present in the courtroom  
17 today.

18 Thank you, Your Honor, for hearing this motion  
19 today. I don't have a lot to add. It's in our papers that  
20 we have at least one, possibly two grounds for withdrawal  
21 under the Rules of Professional Conduct, which is, first,  
22 Camshaft has not been fulfilling its obligations to us under  
23 our engagement agreement and, secondly, it would impose a  
24 financial burden on my firm to continue under the  
25 circumstances.

1           I am a bit circumscribed about what I can say by  
2 virtue of the ethical rules, but, of course, if Your Honor  
3 has questions, I'll answer them as best I can and we will be  
4 happy to submit, *in camera*, submissions for Your Honor, if  
5 you'd like.

6           Going to the objections, there aren't any, Your  
7 Honor. The Debtor has no objected. Camshaft does not  
8 either.

9           GLAS -- excuse me -- GLAS filed a response saying  
10 that this motion should not be used for the purpose of delay.  
11 That's not our purpose at all. We actually held off on  
12 filing the motion until we could complete discovery and  
13 Mr. Morton's deposition. We have put in an opposition to the  
14 summary judgment motion. There's nothing outstanding from  
15 our point of view and this is not done for the purpose of  
16 delay.

17           We have fulfilled all our obligations, Your Honor,  
18 and with that, we would request that the Court grant the  
19 motion, but, of course, I'm happy to answer any questions  
20 that you may have.

21           THE COURT: Where does the summary judgment motion  
22 stand?

23           MR. VAN TOL: Right now, the posture is, Your  
24 Honor, the Plaintiffs moved for summary judgment. We filed  
25 an opposition on July 29th; "we" being Camshaft. There was a

1 reply filed by the Plaintiffs on, I believe, August 12th.  
2 The last piece of paper is the other Defendants need to put  
3 in their -- I'm sorry -- the last piece of paper is there was  
4 a reply due on August 30th by the Plaintiffs.

5 THE COURT: So the briefing is not completed?

6 MR. VAN TOL: Briefing is not completed.

7 It is, as far as the Camshaft Defendants are  
8 concerned, but not as to the other Defendants.

9 THE COURT: All right. Has Mr. Morton and  
10 Camshaft been trying to retain new counsel?

11 MR. VAN TOL: To my knowledge, he has not yet  
12 retained counsel. I've been involved in some discussions  
13 with potential new counsel, but nothing's come to fruition.  
14 Your Honor, I believe the discussions continue to this day.

15 THE COURT: Okay. Mr. Morton, have you reached  
16 out to other counsel?

17 MR. MORTON: Yes, Your Honor, I have. In fact, I  
18 have reached out to almost 20 different counsels over the  
19 last few months and I have a binder here for you that is  
20 Bates stamped with the pertinent information to support that,  
21 that I was not able to file because Hogan and us had a  
22 dispute on their obligation to assist us in filings, that  
23 they were required to do it before their pending motion for a  
24 withdrawal was heard or not.

25 And I'd appreciate the opportunity to show you the

1 contents of this file and I also have an argument prepared if  
2 I'm able to present, Your Honor.

3 THE COURT: Go ahead. Come up to the podium.

4 Any objection to him showing me what he's got in  
5 his binder?

6 MR. ENOS: No, Your Honor.

7 MR. MORTON: Your Honor, may I -- I'm not a  
8 lawyer, so forgive me if I don't understand all of the  
9 processes here -- may I present to you some of the contents  
10 that I'll be describing?

11 THE COURT: You're going to have to speak up or  
12 move the microphones closer to you, as well. I'm having a  
13 hard time hearing you.

14 MR. MORTON: Is this better?

15 THE COURT: That's better.

16 Just hand them all to him. Take your sticky.

17 Okay. Whenever you're ready?

18 MR. MORTON: Your Honor, if you look at Bates  
19 stamp 3 on the first document --

20 THE COURT: Go ahead.

21 MR. MORTON: -- you'll see an exchange between us  
22 and the Hogan Lovells general counsel on our request for  
23 their assistance on filing our objection motion and that  
24 continues through Bates stamp 1. And I'd like to point out  
25 to the Court that despite the fact that counsel assisted us

1 on filing our extension papers, the same counsel took the  
2 position that they're not required to help us on our  
3 objection papers.

4                   And their assistance on drafting filing our  
5 extensions are Bates stamped documents 4 through 6, Your  
6 Honor. And whether you feel it's appropriate to deny the  
7 motions based on the concept that counsel intentionally  
8 hindered our efforts to object to their motion, despite  
9 putting in their same withdrawal motion that they would  
10 perform all required filings necessary, I would like to  
11 proceed to the rest of my argument, Your Honor.

12                  THE COURT: What's your basis for your objection  
13 of their withdrawal?

14                  MR. MORTON: The basis is that it is unfair to the  
15 client. It is unfair to the Plaintiffs. And most  
16 importantly, Your Honor, it puts the Court in a horrible  
17 disposition and I can explain more.

18                  THE COURT: Go ahead.

19                  MR. MORTON: This is a very awkward position for  
20 me to be in because over the last few months, I built a real  
21 camaraderie with Pieter and Evan and the rest of the team and  
22 I understand the pressure that they face at their firm for  
23 working with a client whose bills are not being paid and I  
24 empathize with the situation. And it pains me to do this,  
25 and that's why I'm so focused on piecing together my

1 business, Your Honor, to one day make them whole, as I've  
2 told them, regardless of the fact, Your Honor, that I'm fully  
3 indemnified for my fees from BYJU's.

4                   And if you look at Bates stamped document 14  
5 through 15, that's an example of our request for BYJU's to  
6 cover our fees. And if you look at 7 through 13, it will  
7 show that the counsels here have known what they've gotten  
8 into since the very beginning of this case. Everyone knew  
9 that BYJU's was responsible for the entirety of our legal  
10 fees. And it was no shock that in the very beginning of our  
11 matter here, but by February, that BYJU's was in trouble;  
12 however, spite the fact, they took on the matter.

13                   And even though BYJU's stopped paying, they  
14 continued their work. Now, we're in a position where we're  
15 very late-stage in a very complex case, where it has been  
16 impossible to retain new counsel and it's mainly due to the  
17 fact that our indemnifying party has been in insolvency and  
18 recently came out of. And our capital position, if you look  
19 at documents 22 through 25, are all of our company bank  
20 accounts and my accounts, personally, show a balance of less  
21 than \$3,000.

22                   The items in discussion at my deposition recently  
23 with Mr. Finestone have been sold or pledged to creditors and  
24 we are not in any position to retain new counsel and despite  
25 this, we have been very aggressive with pursuing new counsel.

1 And the rest of this folder, Your Honor, is three months of  
2 communications with new counsel that include a variety  
3 amounts of acts, including (indiscernible) reaching out to  
4 people who have commented on articles about this case, who  
5 recommend that lawyers would take this up just for the merits  
6 of the case; however, we have not been able to find those  
7 lawyers.

8 We have had several discussions --

9 THE COURT: If you find them let me know. I don't  
10 know any lawyer who works for me.

11 MR. MORTON: Pardon?

12 THE COURT: I wouldn't -- I don't think anybody  
13 would take this case for free.

14 MR. MORTON: And it appears that is the case, and  
15 I really wish we were in a different position, Your Honor,  
16 but we're not. And I want you to know that instead of trying  
17 to take advantage of the situation, I've been very adamant  
18 about retaining new counsel. You can ask them directly how  
19 many conversations we've had with respect to counsels.

20 Evan has done a phenomenal job of procuring  
21 possible replacements, so has Pieter, and despite all this,  
22 nothing has stuck. And under oath today, if we do not have  
23 counsel moving forward, I have no idea how we're going to be  
24 able to secure new counsel.

25 Further, Your Honor, getting to the merits of

1 this, we strongly, and it's been discussed by the Plaintiffs,  
2 that discovery remains ongoing. And if you look to document  
3 82 through 83, and 84 through 87, it's the last of the ones I  
4 gave you, those are communications between the Plaintiffs and  
5 us. And you will note that they state that we are at an  
6 impasse on discovery and, further, that they intend to raise  
7 discovery issues to this Court, which is on documents 84  
8 through 87.

9                   And I'm not sure if Mr. Finestone is intending to  
10 raise those discovery issues and future requests at this  
11 time. I think there's a very strong chance that, smartly,  
12 he's not doing so, because he knows that if he does, you're  
13 less likely to deny these motions.

14                   THE COURT: I think he's not doing so because it's  
15 not on the agenda for today. I have no motions pending in  
16 front of me.

17                   MR. MORTON: That may be, very much.

18                   So, but it shows that discovery is still ongoing  
19 and if there's no counsel, the basis for producing counsel is  
20 severely impaired, especially with the fact that we discussed  
21 where there's no availability to have replacement counsel.  
22 How are we going to get them their documents that they need?

23                   And given that principals of this case have been  
24 in contempt for discovery and mainly spend time overseas, I  
25 think the Court should take note to the concern of discovery

1 to continue. In fact, I'm not aware if you heard the  
2 transcript from the last hearing on this matter, but Judge  
3 Shannon specifically pointed out his concern for discovery to  
4 continue, given all the circumstances, and if we are not to  
5 have counsel moving forward, Your Honor, I presume you would  
6 give us some time to find replacement counsel and that timing  
7 is going to cause a delay. And we're talking about over a  
8 half a billion dollars claim to be fraudulently transferred  
9 by Plaintiffs here; that requires a deep sense of urgency and  
10 a delay is not fitting.

11                   Secondly, it puts the client in an adverse  
12 position, Your Honor, because as we speak right now, we're in  
13 the middle of completing our briefing for the partial summary  
14 judgment. We have a surreply that we are working on that is  
15 not finalized and we have an impending oral argument for  
16 partial summary judgment. I presume that you're going to  
17 grant that, that is going to occur. The motion to dismiss,  
18 presuming there's an oral argument, has not been heard, and  
19 we have an ongoing discovery request to GLAS, BYJU's Alpha,  
20 and deposition notices to Tim Pohl, Mr. Gallo, and  
21 Mr. Spencer. Those are approximately seven to eight matters  
22 occurring right now and without counsel to finish or complete  
23 these items, it adversely puts us in a position.

24                   Lastly, and most importantly, Your Honor, without  
25 counsel moving forward, it puts the Court and yourself in a

1 disposition. And my understanding, just limited law, Your  
2 Honor, that if we do not have counsel and there are matters,  
3 which there will be, relating to technicalities on briefings,  
4 filings, and jurisdictional issues, it is your responsibility  
5 to assist on those different things. And my question is, if  
6 we're not beginning to have counsel moving forward here, Your  
7 Honor, are you prepared to do so?

8 And on that note, I appreciate you hearing me out,  
9 Your Honor. Thank you very much.

10 THE COURT: Okay. Mr. Van Tol, any response?

11 MR. VAN TOL: Thank you, Your Honor.

12 Just one point, Your Honor, which is the fact that  
13 there's a conflict between my firm and the client should be  
14 evident by the fact that Mr. Morton is here arguing against  
15 the motion and with the emails he presented to you.

16 I'm not aware of any obligation that counsel has  
17 to oppose its own motion to withdraw, which is why we did  
18 not. It also seems that Mr. Morton has opened the door to  
19 talk about fees; with that, I think I'm at liberty to say we  
20 are owed several million dollars in fees and that is one of  
21 the prongs for allowing counsel to withdraw, which is we do  
22 not have to endure financial hardship.

23 So, I have nothing further for the Court on our  
24 motion. I would ask that you grant it.

25 THE COURT: Anybody else want to be heard?

1                   MR. FINESTONE: Thank you, Your Honor. Ben  
2 Finestone, Quinn Emanuel, on behalf of the Debtor.

3                   As counsel accurately noted, the Debtor didn't  
4 file an opposition, Your Honor, and I think as a technical  
5 matter, the Debtor takes no position on the pending motion to  
6 withdraw. The only comment that I would make, and I also  
7 wanted to just rise to be able to answer any question that  
8 the Court may have for me, but the only comment -- I have two  
9 comments to make. One, we might have been in a different  
10 world, a world that, ironically, could have sounded a little  
11 bit like Mr. Morton's presentation in opposing this motion,  
12 if not for one procedural fact. And it's the procedural fact  
13 that Your Honor's initial question went to when Your Honor  
14 took the bench, that summary judgment is substantially  
15 completed.

16                   And just to be clear on that, Your Honor, *vis-a-*  
17 *vis*, Camshaft, the summary judgment briefing is complete.  
18 The Debtor has filed a reply, *vis-a-vis*, the table behind  
19 Camshaft, Think & Learn, Tangible Play, and Mr. Ravindran, an  
20 opposition has been filed and the Debtor is just working on  
21 filing a reply.

22                   So nothing more is needed from that side of the  
23 room for the entirety of the summary judgment to be completed  
24 from a briefing perspective. It was one motion, Your Honor,  
25 but the oppositions branched out into two different paths and

1 that's why it's on a different timeline.

2                   So, because the summary judgment briefing is  
3 substantially complete, that was probably the biggest piece  
4 of our analysis why we determined that we wouldn't be  
5 prejudiced if counsel were to be released, because counsel  
6 already did its best for the client here, Your Honor.

7                   The other comment that I just wanted to make,  
8 because I would be remiss if I just let it go without --  
9 because it was made on the record by Mr. Morton. It's very  
10 alarming to the Debtor that Mr. Morton has sold assets. He  
11 said he sold some assets and he did other things and he  
12 referenced assets that were identified in the deposition.

13                   At the deposition, Your Honor, we had uncovered  
14 that a several-hundred-thousand-dollar watch -- please don't  
15 hold me to whether it's 200,000 or 300,000 -- something  
16 that -- an obscene price for a watch was purchased and  
17 Mr. Morton's memory was he purchased that watch either in  
18 March or April. The PI order, of course, was entered  
19 March 14th, so it sounded to me like that's highly unlikely  
20 to be a violation of the PI order and then today we found out  
21 that that watch, the fruits of the putative violation, have  
22 been sold. I don't know what happened to the proceeds.

23                   But from our perspective, as asserting the  
24 contingent and disputed claim against that lowercase d,  
25 debtor, sounds like another fraudulent transfer and I just

1 wanted to at least voice our reaction to that disclosure that  
2 was made in court today, Your Honor.

3                   So the Debtor doesn't take any position. It's  
4 grounded on the fact that the summary judgment briefing is  
5 complete. The Debtor does prefer -- the Debtor doesn't  
6 always get what it wants -- but the Debtor prefers in this  
7 case, a merits-based ruling, as opposed to a default ruling  
8 and that's because we think the merits-based ruling -- the  
9 parties here are going to argue that whatever judgment comes  
10 out of this court, they're going to try to discount that  
11 judgment however they can and that's why we prefer a merits-  
12 based ruling.

13                   We believe we're in a position to get one from the  
14 Court, but we're not counting our chickens; it's just that  
15 it's fully briefed.

16                   Any questions?

17                   THE COURT: The motion is for partial summary  
18 judgment, correct?

19                   MR. FINESTONE: Only on certain counts; that's  
20 right, Your Honor.

21                   THE COURT: So there's still going to be something  
22 left, no matter how we decide the summary judgment motion?

23                   MR. FINESTONE: It's probably true; yes, Your  
24 Honor.

25                   THE COURT: All right. Thank you.

1 MR. FINESTONE: Okay.

2 MR. SHANKAR: Your Honor, Ravi Shankar from  
3 Kirkland & Ellis on behalf of GLAS Trust Company.

4 Your Honor, this case has been unique, quite  
5 unique in many respects, but also unique because, from my  
6 point of view as the principal stakeholder of this Debtor,  
7 the litigation here is less about the merits and more about  
8 time. And I raised that, and we put that in our papers at  
9 Docket 306, which are the papers Mr. Van Tol referenced.  
10 Because whether withdrawal is granted or not granted, GLAS  
11 does not take a position on that matter, but we are concerned  
12 about potential knock-on effects.

13 And what I mean by that, Your Honor, is you heard  
14 from Mr. Morton the desire for delay for a period of time to  
15 get replacement counsel. Your Honor, the consequences of  
16 withdrawal should not be more delay. We've seen plenty of  
17 delay. We've lived a lot of delay over six months. The  
18 lenders have seen delay for the past 18-plus months, and so  
19 we're concerned about delay, Your Honor.

20 And I don't raise that to discount the issues  
21 between counsel is having with its client. I raise that  
22 because what I don't want today to become a prelude to, Your  
23 Honor, is a request in the future that extensions be allowed  
24 to the brief summary judgment motions; motions, Your Honor,  
25 which are partial motions for summary judgment, but carry

1 damages of the full amount being sought within this case.

2                   And so my request, Your Honor, is that if  
3 withdrawal is granted, that such withdrawal be granted with  
4 the understanding that the effects of today should not be to  
5 create and precipitate more delay in this case schedule,  
6 which has already seen a significant delay, including at the  
7 hands of the principals of the Defendants.

8                   Thank you, Your Honor.

9                   THE COURT: Okay. Thank you.

10                  All right. Here's what I'm going to do. Mr. Van  
11 Tol, I know what you're going through. I've been in that  
12 position in prior practice myself, but we're at -- the only  
13 thing I'm concerned about is the summary judgment motion. So  
14 I'm going to deny the motion to withdrawal until after  
15 argument on the motion for summary judgment, if there is even  
16 going to be one. It may be once I review the papers, I won't  
17 need oral argument, but until then, I want to at least have  
18 the ability to get through that summary judgment motion  
19 before I allow you to withdraw from the case.

20                  Hopefully, that will be -- if August 30th is the  
21 final briefing, we'll get something scheduled by mid-  
22 September, so maybe a few more weeks and then you can bring  
23 the motion -- I'll hold it in abeyance. Let's do it that  
24 way. I'll hold the motion in abeyance until after argument  
25 on the motion for summary judgment.

1                   MR. VAN TOL: Thank you, Your Honor. No  
2 questions. That's very clear. I appreciate it.

3                   THE COURT: Okay.

4                   MR. MILLER: Good afternoon, Your Honor. Evan  
5 Miller of Saul Ewing, Delaware counsel to Mr. Morton.

6                   Without belaboring or repeating many of the  
7 comments Mr. Van Tol said, I can -- I assure the Court that  
8 our rationale is similar. The dialogue has been more so with  
9 lead counsel than it has with us. Some of the dialogue  
10 referred to by Mr. Morton, for instance, was not at all with  
11 our firm.

12                  I don't know if Your Honor wants to hear anything  
13 more from us or if it's we're in a similar boat to Hogan.  
14 But in either respect, there was no objection raised to --  
15 there was no objection filed, that is, to our motion to  
16 withdraw. We have, as Mr. Morton alluded to and Mr. Van Tol  
17 alluded to, reached out to replacement counsel and tried to  
18 assist with those efforts over the last few weeks, but at  
19 this point, as Mr. Morton noted, unsuccessfully.

20                  So, Your Honor, I'm happy to address any  
21 additional questions that are not redundant to what Mr. Van  
22 Tol said, but otherwise, we request the same relief.

23                  THE COURT: No questions. I think the same  
24 ruling, I'm going to hold it in abeyance until after we  
25 finish oral argument on the motion --

1 MR. MILLER: Understood.

2 THE COURT: -- for summary judgment.

3 MR. MILLER: Thank you, Your Honor.

4 THE COURT: Okay.

5 MR. KORPUS: Good afternoon, Your Honor. Sheron  
6 Korpus of Kasowitz Benson Torres, here for Mr. Ravindran and  
7 Think & Learn and Tangible Play.

8 We have two motions on file to withdraw from both,  
9 the adversary proceeding and from the general bankruptcy  
10 case. Your Honor, I think our position may be a little  
11 different and I'll just focus on the differences.

12 So we filed those two motions. There was no  
13 objection from anybody. No objection from the Debtor. A  
14 limited response from GLAS. There's nobody here from --  
15 Mr. Ravindran is not here. There's nobody here from T&L. We  
16 have not been involved in trying to find any replacement  
17 counsel. I don't have any visibility as to whether or not  
18 they are trying to find replacement counsel, I just don't  
19 know.

20 Since nobody has opposed our motion, no one has  
21 appeared, you'll even see in our opposition to the summary  
22 judgment motion that we filed, it has documents attached to  
23 lawyer declarations, but it does not have any client  
24 declarations. We have not been able to secure any client  
25 declarations in opposition.

1                   So, we've really done all that we can under  
2 difficult circumstances over the last month. We've completed  
3 the briefing on T&L's motion to dismiss on jurisdiction and  
4 service grounds that's pending before you. It's also  
5 incorporated, by reference, into the motion for summary  
6 judgment. We've briefed, on our side, that motion for  
7 summary judgment and a couple of weeks ago -- maybe it was  
8 even last week -- we dealt with the motion for a TRO that was  
9 brought by the Debtor, which Judge Shannon covered for you.

10                  And, again, we filed our position papers. We  
11 argued it. We did as much as we can. We actually won it.

12                  So, at this point, Your Honor, there's really not  
13 a lot that we can do here to assist the Court. I also want  
14 to just tell you a little bit about what's going on in India.  
15 So the hearing last week was because there was a petition  
16 brought by BCCI -- and tell me if you know all this. I just  
17 know that you weren't involved directly in the proceeding.

18                  THE COURT: I did talk with Judge Shannon about  
19 what happened.

20                  MR. KORPUS: Right. So the petition -- before the  
21 petition brought by BCCI, an administrator was in place.  
22 Because it's an Indian insolvency proceeding, when they have  
23 somebody controlling the company, they oust current  
24 management, Byju and (indiscernible) and this administrator,  
25 we received a letter from that administrator, and so did

1 Mr. Cicero's firm, telling us that we should not take  
2 instructions from the old management and that we shouldn't do  
3 anything and that we would be subject to exposure; Kasowitz  
4 Benson and Chipman Cicero would be subject to exposure if we  
5 did do anything. And we sent you a copy of that letter  
6 before the prior hearing.

7 THE COURT: I did see it.

8 MR. KORPUS: In the interim, as I understand it,  
9 the petition was dismissed due to a settlement, but then GLAS  
10 appealed. And a couple of days ago, the Appellate Court  
11 issued a stay pending the hearing of that appeal, which is, I  
12 believe, three days from now. And during the stay period,  
13 the administrator is back in position.

14 So, I'm back at the position where the person  
15 running my putative client has instructed me not to do  
16 anything and not to take instructions from anybody. So I'm  
17 kind of in this no man's land right now. Even if I wanted to  
18 do something, I'm being threatened with exposure if I do so.

19 So, Your Honor, for all of those reasons, and  
20 given that there's no objection, we would ask that our  
21 motions would be granted, and as Mr. Chipman and Mr. Cicero's  
22 firm be allowed to also withdraw from the case.

23 THE COURT: Okay. Anybody else want to be heard?

24 MR. CICERO: Just for the record, record, Your  
25 Honor, Joseph Cicero.

1                   We filed as a joint motion, so I think what Mr.  
2 Korpus stated applies to our firm, too. The reasons are set  
3 forth in the motion. Nothing further.

4                   For the record, we ask that our firm be allowed to  
5 withdraw, as well.

6                   THE COURT: I saw the Chipman firm has also moved  
7 to withdraw from the involuntaries; is that right?

8                   MR. CICERO: I don't know if we're -- we're not  
9 involved in the involuntary proceedings, Your Honor. I think  
10 DLA Piper has -- we never entered our appearance in the  
11 involuntary proceeding.

12                  THE COURT: Yeah, I thought I --

13                  MR. CICERO: We asked, under the main case here  
14 for BYJU's Alpha and the adversary.

15                  THE COURT: I thought I saw it. Hold on one  
16 second.

17                  (Pause)

18                  THE COURT: Yeah, I have a notice of motion to  
19 withdraw as counsel for Riju Ravindran, Tangible Play, Inc.,  
20 Epic! Creations, Inc., and Neuron Fuel, Inc.

21                  MR. CICERO: From the main case.

22                  We were served with -- that's how we got into this  
23 case, Your Honor; initially, before the adversary was filed,  
24 we appeared on behalf of Mr. Ravindran for Rule 2004  
25 discovery. That was the first hearing that we had.

1                   And then subpoenas were issued to those -- prior  
2 to the involuntaries, subpoenas were issued by, I think it  
3 was the Debtor, to those other entities.

4                   We appeared in the main case to deal with those  
5 subpoenas, then the involuntary was filed. We never appeared  
6 in the involuntary proceeding.

7                   THE COURT: Okay. All right.

8                   MR. CICERO: Thank you, Your Honor.

9                   THE COURT: Same thing, though, right? You got  
10 the motion for summary judgment pending, right?

11                  MR. CICERO: We are fully briefed. I think their  
12 reply is due on the 30th.

13                  THE COURT: Right. So, I'm going to do the same  
14 thing. I'm going to hold it in abeyance until after I decide  
15 whether I need oral argument and hear oral argument and then  
16 I'll reconsider the motion at that point.

17                  MR. CICERO: Thank you, Your Honor.

18                  THE COURT: Okay. That goes for you, too,  
19 Mr. Korpus.

20                  MR. KORPUS: Thank you, Your Honor.

21                  THE COURT: All right. Anything else for today?

22                  MR. BRADY: There is nothing further on the agenda  
23 today, Your Honor.

24                  THE COURT: All right. Thank you.

25                  Let me know -- I'll be looking for the final

1 briefs on the 30th and we'll get oral argument scheduled as  
2 quickly as possible after that.

3 All right. Thank you, all. We're adjourned.

4 COUNSEL: Thank you, Your Honor.

5 (Proceedings concluded at 1:31 p.m.)

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## CERTIFICATION

I certify that the foregoing is a correct transcript from the electronic sound recording of the proceedings in the above-entitled matter to the best of my knowledge and ability.

/s/ William J. Garling

August 22, 2024

William J. Garling, CET-543

Certified Court Transcriptionist

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